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ORIGINAL

Eighth Revised Title Page

VENEZUELAN DISCUSSION AGREEMENT

FMC Agreement No. 203-011383-026

A Cooperative Working Agreement

Date of Last Republication: None

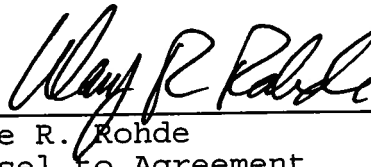
Expiration Date: None



VENEZUELAN DISCUSSION AGREEMENT
FMC Agreement No. 203-011383-026

SIGNATURE PAGE

IN WITNESS WHEREOF, the parties to Agreement No. 202-011383 hereby agree this 30th day of April, 1999 to amend the Agreement as per the attached pages and to file same with the U.S. Federal Maritime Commission.



Wayne R. Rohde
Counsel to Agreement
No. 202-011383
Authorized to Execute
Modification Pursuant to
Article 6(b) of Agreement

**ORIGINAL
PAGE NO.**

**Venezuelan Discussion Agreement
FMC NO.: 203-011383**

PARTY: *American President Lines, Ltd.*

BY:

John C Urban
(Signature)

NAME:

John C. Urban
(Print)

TITLE OR AUTHORITY:

V. P. Latin America

DATE:

4-20-99

ARTICLE 1: FULL NAME OF THE AGREEMENT

The full name of the Agreement is the Venezuelan Discussion Agreement (the "Agreement").

ARTICLE 2: PURPOSE OF THE AGREEMENT

The purpose of the Agreement is the authorization of discussion, consultation, agreement and development of consensus in order to foster commerce, service and stability in the Trade while maintaining the parties' freedom of competitive action.

ARTICLE 3: PARTIES TO THE AGREEMENT

Nordana Line
c/o Weco Agencies (Texas) Inc.
12777 Jones Road
Suite 300
Houston, TX 77070

A.P. MOLLER-MAERSK LINE
Esplanaden 50
DK-1098 Copenhagen
Denmark

SEA-LAND SERVICE, INC.
6000 Carnegie Boulevard
Charlotte, North Carolina 28209

VENEZUELAN CONTAINER LINE C.A.
8325 N.W. 53rd Street
Suite 221
Miami, Florida 33166

~~IVARAN LINES LIMITED~~
~~Burnaby Building~~
~~16 Burnaby Street~~
~~Hamilton, Bermuda~~
LYKES LINES LIMITED, LLC
401 E. Jackson Street
Suite 3300
Tampa, FL 33602
(Effective May 1, 1999)

HAMBURG-SUDAMERIKANISCHE
DAMPFSCHIFFFAHRTS-GESELLSCHAFT
EGGERT & AMSINCK
(COLUMBUS LINE)
Ost-West-Strasse 59
2000 Hamburg 11
Germany

AMERICAN PRESIDENT LINES, LTD.
1111 Broadway, 6th Floor
Oakland, California 94607
(Effective May 1, 1999)

Venezuelan/American Maritime Association
(FMC Agreement No. 202-006190)
6565 Taft Street
Suite 201
Hollywood, Florida 33024

and its member lines:

CONSORCIO NAVIERO DE OCCIDENTE C.A.
(Seaboard Marine Ltd. as General Agents)
8050 N.W. 79th Avenue
Miami, Florida 33166

CROWLEY AMERICAN TRANSPORT, INC.
P.O. Box 2110
Jacksonville, Florida 32202-2100

KING OCEAN SERVICES, S.A.
7570 N.W. 14th Street
Miami, Florida 33126

SEABOARD MARINE OF FLORIDA, INC.
8050 N.W. 79th Avenue
Miami, Florida 33166

~~AMERICAN PRESIDENT LINES, LTD.~~
~~1111 Broadway, 6th Floor~~
~~Oakland, California 94607~~
(Effective May 1, 1999)